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39 **UNITED STATES BANKRUPTCY COURT**
 40 **DISTRICT OF NEVADA**

41 In re:

42 USA COMMERCIAL MORTGAGE COMPANY,

43 USA CAPITAL REALTY ADVISORS, LLC,

44 USA CAPITAL DIVERSIFIED TRUST DEED FUND,
 45 LLC,

46 USA CAPITAL FIRST TRUST DEED FUND, LLC,

47 USA SECURITIES, LLC,

48 Debtors.

49 **Affects:**

- All Debtors
- USA Commercial Mortgage Company
- USA Capital Realty Advisors, LLC
- USA Capital Diversified Trust Deed Fund, LLC
- USA Capital First Trust Deed Fund, LLC
- USA Securities, LLC

50 Case No. BK-S-06-10725-LBR

51 Case No. BK-S-06-10726-LBR

52 Case No. BK-S-06-10727-LBR

53 Case No. BK-S-06-10728-LBR

54 Case No. BK-S-06-10729-LBR

55 **CHAPTER 11**

56 Jointly Administered Under Case No. BK-S-06-
 57 10725 LBR

58 **Stipulation for Withdrawal with
 59 Prejudice of Proof of Claim Numbers
 60 10725-00557 and 10725-00558 Filed by
 61 Nadine Morton**

62 Hearing Date: September 28, 2007

63 Hearing Time: 1:30 p.m.



1 The USACM Liquidating Trust (the "USACM Trust"), together with Equity
2 Security Holders of USA Capital First Trust Deed Fund, LLC ("FTDF"), hereby stipulate
3 with Nadine Morton ("Claimant") as follows:

4 1. On or about October 12, 2006, Claimant filed Proof of Claim No. 10725-
5 00557 against USA Commercial Mortgage Company in the amount of \$10,712.58 (the
6 "Claim").

7 2. On or about October 12, 2006, Claimant filed Proof of Claim No. 10725-
8 00558 against USA Commercial Mortgage Company in the amount of \$16,882.42 (the
9 "Claim").

10 3. No documentation to support the Claim was attached to Claim 10725-00557.
11 Upon request from counsel for the USACM Liquidating Trust, Claimant provided
12 documentation that Claim 10725-00557 is an investment in USA Capital First Trust Deed
13 Fund, LLC ("FTDF").

14 4. The basis for Claim No. 10725-00558 is shown on its face and in the
15 attachment as an investment in FTDF.

16 5. The FTDF Committee, upon reviewing FTDF's books and records, has
17 determined that Claimant in fact holds an equity security interest in FTDF (two shares of
18 Class A and three shares of Class B) in the amount of \$26,533.50 as of the petition date.

19 6. On August 8, 2007, the USACM Liquidating Trust and the FTDF
20 Committee jointly filed an "Objection of USACM Trust To Nadine Morton Claim Filed in
21 Wrong Debtor's Case; Objection of FTDF to Proposed Allowance of Claim" (the
22 "Objection") [Docket No. 4440], requesting that Claim No. 10725-00557 be disallowed in
23 its entirety due to: (1) its having been erroneously filed in the USA Commercial Mortgage
24 Company case; and (2) its having been erroneously filed as a "claim," and not an "equity
25 interest" in FTDF.



1 7. Claimant has agreed to withdraw Claim Nos. 10725-00557 and 10725-00558
 2 with prejudice.

3 8. This stipulation shall not affect any other claims filed by Claimant in these
 4 jointly-administered bankruptcy proceedings.

5 9. This stipulation shall not affect either the amount or validity of Claimant's
 6 equity interest in FTDF as reflected in FTDF's books and records.

7 WHEREFORE, based on the stipulation set forth above, the parties hereby agree,
 8 and request that the Court approve this stipulation as an order of the Court pursuant to Fed.
 9 R. Bankr. P. 3006, as follows:

10 1. Claim Nos. 10725-00557 and 10725-00558 are hereby withdrawn with
 11 prejudice.

12 2. Claimant's equity interest in FTDF is allowed in the amount of \$26,533.50,
 13 as reflected in FTDF's books and records.

14 3. The hearing on the objection to Claim No. 10725-00557 scheduled for
 15 September 28, 2007 may be vacated.

16 DATED: October 4, 2007.

17
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